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IAC SEARCH & MEDIA, INC.  
7

8 UNITED STATES DISTRICT COURT  
9 NORTHERN DISTRICT OF CALIFORNIA  
10

11 HOSTWAY CORPORATION, an Illinois  
Corporation,,  
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13 Plaintiff,  
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15 v.  
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17 IAC SEARCH & MEDIA, INC., a Delaware  
Corporation,  
18

19 Defendant.  
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Case No. C 07-3759 JCS

**DECLARATION OF ANDREW  
MOERS IN SUPPORT OF IAC  
SEARCH & MEDIA, INC.'S  
ADMINISTRATIVE MOTION  
PURSUANT TO CIVIL L.R. 79-5  
TO FILE DOCUMENTS UNDER  
SEAL**

Date: July 27, 2007  
Time: 3:30 p.m.  
Place: Courtroom A, 15th Floor  
The Hon. Joseph C. Spero

Complaint filed: July 23, 2007

1 I, Andrew Moers, declare as follows:

2 1. I am a Senior Vice President of Business Development at IAC Search & Media  
3 ("Ask"), defendant in this action, and I have worked at the company since May, 2000. I make  
4 this declaration on personal knowledge, except as otherwise expressly stated. If called as a  
5 witness, I could and would testify competently to the matters stated in this declaration.

6 2. I understand and believe that on July 23, 2007, plaintiff Hostway Corporation filed  
7 a Complaint for Breach of Contract, Injunctive Relief, and Damages. Attached to that Complaint  
8 as Exhibit 1 is a copy of the Advertising Services and Search Services Syndication Agreement  
9 between Ask and Hostway, dated March 2, 2007 ("Agreement"). I also understand and believe  
10 that on July 23, 2007, Hostway filed a Declaration of Namit Merchant In Support of Plaintiff  
11 Hostway Corporation's Motion for Temporary Restraining Order. Attached to that declaration as  
12 Exhibit 1 is an unsigned copy of the Agreement.

13 3. The Agreement contains information confidential to Ask, including (but not  
14 limited to) the "Payment Terms" that are attached to both copies of the Agreement is Exhibit B.  
15 These payment terms, like all Ask's payment terms, are highly confidential and are not publicly  
16 available, as evidenced by the Exhibit being marked "confidential," and section 9.5 of the  
17 Agreement, which prohibits the disclosure of terms of the Agreement. For these reasons, Ask is  
18 requesting the Agreement, as attached to both Hostway's Complaint and the Namit Merchant  
19 Declaration, be filed under seal.

20 4. In support of its opposition to Hostway's Motion for Temporary Restraining  
21 Order, Ask is submitting the Declaration of Dmitry Ryaboy. This declaration addresses the  
22 receipt by Ask of what it has determined to be fraudulent traffic from Hostway. As the incidence  
23 of fraudulent traffic is a highly sensitive issue, and one that Ask at all times keeps confidential,  
24 Ask is also requesting that the Declaration of Dmitry Ryaboy be filed under seal.

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1 I declare under penalty of perjury under the laws of the United States of America that the  
2 foregoing is true and correct.

3 Executed this 25th day of July, 2007, at New York, New York.

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5 Andrew Moers

6 Andrew Moers  
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